

Electronically Recorded

Official Public Records

Mary Louise Garcia

Mary Louise Garcia

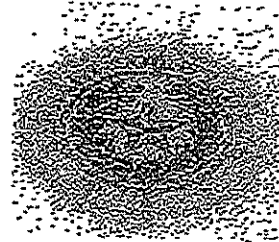
Tarrant County Texas

2/11/2011 12:52 PM

D211034468

PGS 4 \$28.00

Submitter: ACS



DALE PROPERTY SERVICES, LLC
ATTN: RECORDING TEAM
500 TAYLOR ST. STE 600
FORT WORTH, TEXAS 76102

Submitter: DALE PROPERTY SERVICES, LLC

**MARY LOUISE GARCIA
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401**

DO NOT DESTROY

WARNING – THIS IS PART OF THE OFFICIAL RECORD

**ELECTRONICALLY RECORDED
BY ACS EXCHANGE**

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

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Chesapeake Operating, Inc.

CORRECTION OF PAID UP OIL, GAS AND MINERAL LEASE

Reference is hereby made to that certain Paid Up Oil, Gas and Mineral Lease (hereinafter referred to as "Subject Lease") dated the 2nd day of February, 2007, by and between **J. Douglas Friedel**, as Lessor, and **Western Production Company**, as Lessee, whose address is 801 Cherry Street, Suite 3850, Unit 39, Fort Worth, Texas 76102, which memorandum is recorded in Document # D207082535 of the Public Records of Tarrant County, Texas.

WHEREAS, the Subject Lease has been included in the following conveyances:

Conveyance, Assignment and Bill of Sale by and between Western Production Company, Axia Land Services, LLC, and TYL Energy, Ltd., as Assignor, and Chesapeake Exploration, L.L.C., as Assignee, recorded D208022001;

Assignment, Bill of Sale and Conveyance by and between Chesapeake Exploration, L.L.C., as Assignor, and TOTAL E&P USA, INC., as Assignee, recorded D210019134.

WHEREAS, Total E&P USA, Inc., whose address is 1201 Louisiana Street, Suite 1800, Houston, Texas, 77002, acquired an undivided 25% of Chesapeake's working interest in the aforementioned Lease.

WHEREAS, the aforementioned assignees and grantees are collectively referred to as "Assignees."

WHEREAS, the Leased Premises described in the Oil, Gas and Mineral Lease reads as follows:

.89 acres of land, more or less, called Lot Q of the Arthur Albright Addition, and addition to the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 1979, Page 597, Plat Records, Tarrant County, Texas.;

Whereas it is the desire of said Lessor and Assignees to amend the description of the Subject Lease.

NOW THEREFORE, the undersigned do hereby delete the description in Paragraph No. 1 of said lease as described above and in its place insert the following:

0.89 acres of land, more or less, being Lot R, of the Arthur Albright Subdivision, an addition to the City of Fort Worth, Texas, more particularly described by the metes and bounds in that certain Plat Map recorded in Volume 1979, Page 597, of the Plat Records, Tarrant County, Texas. (5000 Circle Ridge Drive)

Furthermore the undersigned do hereby ratify, adopt and confirm said Lease as hereby amended, as a valid and subsisting Lease and the undersigned Lessor does hereby grant, demise, lease and let unto Assignees, the present owner of the Subject Lease, the premises described above, subject to and in accordance with all of the terms and provisions of the Subject Lease as hereby amended.

This agreement shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

EXECUTED the 2nd day of November, 2010, but for all purposes effective the 2nd day of February, 2007.

LESSOR:

By: J. Douglas Friedel
J. Douglas Friedel

ASSIGNEE:

Chesapeake Exploration, L.L.C.
an Oklahoma limited liability company

By: Henry J. Hood
Its: Senior Vice President Land
and Legal & General Counsel

ASSIGNEE:

TOTAL E&P USA, INC.

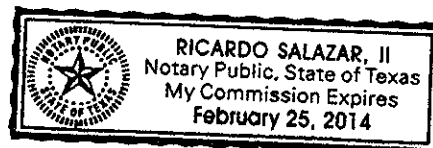
By: Eric Bonnin
Name: Eric Bonnin
Vice President, Business Development & Strategy
Title:

Acknowledgments

STATE OF TEXAS §
 §
COUNTY OF TARRANT §

This instrument was acknowledged before me on 2nd day of November, 2010, by J. Douglas Friedel.

Ricardo Salazar, II
Notary Public State of Texas



STATE OF OKLAHOMA §
 §
 COUNTY OF OKLAHOMA §

This instrument was acknowledged before me on this 13th day of December, 2010, by Henry J. Hood, as the Senior Vice President - Land and Legal & General Counsel of Chesapeake Exploration, L.L.C., an Oklahoma Limited Liability Company.

Given under my hand and seal the day and year last above written.

Christopher R. Laughlin
 Notary Public, State of Oklahoma
 Notary's name (printed):
 Notary's commission expires:



STATE OF TEXAS)
)
 COUNTY OF Harris) §:

The foregoing instrument was acknowledged before me this 17th day of January, 2010, by Eric Bonnin, Vice President, Business Development & Strategy of TOTAL E&P, USA, Inc., a Delaware corporation, as the act and deed and on behalf of such corporation.

Rebecca Jones
 Notary Public

